

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

NEW ENGLAND CARPENTERS HEALTH  
BENEFITS FUND, PIRELLI ARMSTRONG  
RETIREE MEDICAL BENEFITS TRUST,  
TEAMSTERS HEALTH & WELFARE FUND  
OF PHILADELPHIA AND VICINITY, and  
PHILADELPHIA FEDERATION OF  
TEACHERS HEALTH AND WELFARE FUND,

Plaintiffs,

v.

FIRST DATABANK, INC., a Missouri  
corporation, and MCKESSON CORPORATION,  
a Delaware corporation,

Defendants.

Case No. 1:05-CV-11148-PBS

**DECLARATION OF TIFFANY CHEUNG IN SUPPORT OF MCKESSON  
CORPORATION'S MOTION TO COMPEL PRODUCTION OF DOCUMENTS**

I, Tiffany Cheung, declare as follows:

1. I am an attorney at the law firm of Morrison & Foerster and one to the attorneys of record for McKesson Corporation in this action. I am familiar with the discovery in this case. I submit this declaration in support of McKesson's Motion to Compel Production of Documents in response to McKesson's First Request for Production of Documents to Plaintiffs ("Document Requests").

**AWP MDL Class Action**

2. This case is related to *In re Pharmaceutical Industry Average Wholesale Price Litigation*, MDL 1456, No. 01-12257-PBS (D. Mass.) (the "MDL"). A true and correct copy of the Second Amended Master Consolidated Class Action Complaint in the MDL, with Appendices A-B, is attached as Exhibit 1 to this declaration.

**Plaintiffs' Initial Disclosures**

3. On March 15, 2006, plaintiffs served their Rule 26 Disclosures in this action. A true and correct copy of Plaintiffs' Rule 26 Disclosure, dated March 15, 2006, is attached as Exhibit 2 to this declaration. Plaintiffs' Rule 26 Disclosure identifies many of the MDL defendants as persons likely to have discoverable information in this action.

**Meet and Confer Process Regarding Plaintiffs' Responses to McKesson's Document Requests**

4. On April 10, 2006, plaintiffs served written responses to McKesson's First Request for Production of Documents to Plaintiffs. A true and correct copy of Plaintiffs' Objections and Responses to McKesson's First Request for Production of Documents, dated April 10, 2006, is attached as Exhibit 3 to this declaration.

5. On May 11, 2006, McKesson's counsel requested a discovery conference pursuant to Local Rule 37.1 to discuss the Document Requests. On May 24, 2006, beginning at 8:00 a.m. PDT, plaintiffs' counsel and McKesson's counsel participated in an hour-long telephone conference. Steve Berman and Carrie Flexer participated on behalf of plaintiffs, and Paul Flum and I participated on behalf of McKesson. During this discovery conference, the parties discussed all disputed document requests. Thereafter, McKesson's counsel and plaintiffs' counsel exchanged correspondence regarding these requests.

6. True and correct copies of correspondence exchanged during the meet and confer process are attached as exhibits to this declaration as follows:

Exhibit 4 letter from T. Cheung to S. Berman, dated May 11, 2006

Exhibit 5 letter from P. Flum to S. Berman, dated June 2, 2006

Exhibit 6 letter from S. Berman to P. Flum, dated June 7, 2006

Exhibit 7 letter from P. Flum to S. Berman, dated June 13, 2006

Exhibit 8 letter from S. Berman to P. Flum, dated June 14, 2006

**McKesson's Efforts to Gain Access to MDL Deposition Transcripts**

7. During the meet and confer process, plaintiffs' counsel provided McKesson's counsel with contact information for the court reporter that transcribed the MDL depositions. I then contacted the court reporter to request copies of the MDL deposition transcripts. The MDL court

reporter informed me that McKesson would be charged for all transcripts of depositions taken of any representative of the MDL defendants. Based on fee information from the court reporter, I estimate that the cost of obtaining the MDL defendants' deposition transcripts will exceed \$100,000.

8. On June 23, 2006, McKesson's counsel asked plaintiffs' counsel for copies of certain deposition transcripts that plaintiffs had agreed to produce during the discovery conference but that were not included in plaintiffs' initial productions. Plaintiffs' counsel responded approximately half an hour later, forwarding an electronic copy of a missing transcript by email.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed this 28th day of June, 2006, in San Francisco, California.

By: /s/ Tiffany Cheung

**CERTIFICATE OF SERVICE**

I hereby certify that a true copy of the above document was served upon the attorney of record for each other party through the Court's electronic filing service on June 28, 2006.

/s/ Paul Flum  
Paul Flum